

BETSY C. MANIFOLD (182450)
manifold@whafh.com
RACHELE R. RICKERT (190634)
rickert@whafh.com
MARISA C. LIVESAY (223247)
livesay@whafh.com
BRITTANY N. DEJONG (258766)
dejong@whafh.com
WOLF HALDENSTEIN ADLER
FREEMAN & HERZ LLP
750 B Street, Suite 2770
San Diego, CA 92101
Telephone: 619/239-4599
Facsimile: 619/234-4599

[Proposed] Interim Lead Class Counsel
for the End User Plaintiffs

UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF CALIFORNIA

LOUISE ANN DAVIS MATTHEWS,
on behalf of herself and all others
similarly situated,

Plaintiff,

v.

BUMBLE BEE FOODS LLC, TRI-
UNION SEAFOODS, LLC, and
STARKIST COMPANY,

Defendants.

Case No.: 15-cv-1878-JLS-MDD

**MEMORANDUM OF POINTS
AND AUTHORITIES IN SUPPORT
OF MOTION FOR AN ORDER
APPOINTING WOLF
HALDENSTEIN ADLER
FREEMAN & HERZ LLP AS
INTERIM LEAD CLASS
COUNSEL FOR THE END USER
INDIRECT PURCHASERS**

DATE: October 29, 2015

TIME: 1:30 p.m.

JUDGE: Hon. Janis L. Sammartino

COURT: 4A (4th Floor - Schwartz)

JAMES WALNUM, on behalf of
himself and all others similarly situated,

Plaintiff,

v.

BUMBLE BEE FOODS LLC,
STARKIST COMPANY, TRI-UNION
SEAFOODS LLC, and KING OSCAR,
INC.,

Defendants.

Case No.: 15-cv-1887-BAS-RBB

EVELYN OLIVE, STERLING KING,
PAUL BERGER, SALLY
CRNKOVICH, JESSICA
BREITBACH, MARK BLUMSTEIN,
LOUISE ADAMS, BRIAN LEVY,
JOHN TRENT, TINA GRANT,
JENNIFER A. NELSON, and
ELIZABETH TWITCHELL, on behalf
of themselves and all others similarly
situated,

Plaintiffs,

v.

BUMBLE BEE FOODS LLC,
STARKIST COMPANY, TRI-UNION
SEAFOODS LLC, and KING OSCAR,
INC.,

Defendants.

Case No.: 15-cv-1909-BEN-WVG

COLIN MOORE, on behalf of himself
and all others similarly situated,

Plaintiff,

v.

BUMBLE BEE FOODS LLC, TRI-
UNION SEAFOODS LLC, and
STARKIST COMPANY,

Defendants.

Case No.: 15-cv-1911-JLS-MDD

JENNIFER A. NELSON, ELIZABETH
DAVIS-BERG, JESSICA DECKER,
LAURA CHILDS, NANCY STILLER,
BONNIE VANDERLAAN, and
KRISTIN MILLICAN, on behalf of
themselves and all others similarly
situated,

Plaintiffs,

v.

BUMBLE BEE FOODS LLC,
STARKIST COMPANY, TRI-UNION
SEAFOODS LLC, and KING OSCAR,
INC.,

Defendants.

Case No.: 15-cv-1979-JLS-MDD

JINKYOUNG MOON, COREY
NORRIS, CLARISSA SIMON, NIGEL
WARREN, on behalf of themselves and
all others similarly situated,

Plaintiffs,

v.

BUMBLE BEE FOODS LLC,
STARKIST COMPANY, TRI-UNION
SEAFOODS LLC, and KING OSCAR,
INC.,

Defendants.

Case No.: 15-cv-2006-H-JMA

STEPHEN M. COLBERG, MICHAEL
JUETTEN, AND CARLA LOWN, on
behalf of themselves and all others
similarly situated,

Plaintiffs,

v.

BUMBLE BEE FOODS LLC,
STARKIST COMPANY, TRI-UNION
SEAFOODS LLC, and KING OSCAR,
INC.,

Defendants.

Case No.: 15-cv-2011-L-MDD

RICK MUSGRAVE, individually, and
on behalf of all others similarly
situated,

Plaintiff,

v.

BUMBLE BEE FOODS LLC,
STARKIST COMPANY, TRI-UNION
SEAFOODS LLC, and KING OSCAR,
INC.,

Defendants.

Case No.: 15-cv-2012-BAS-RBB

MEMORANDUM OF POINTS AND AUTHORITIES

I. INTRODUCTION AND STATEMENT OF FACTS

Plaintiffs in the above-captioned actions have filed antitrust complaints, brought on behalf of classes of end users/consumers under the laws of more than nineteen states, including California, and the District of Columbia and for injunctive relief under federal law. These plaintiffs indirectly purchased the defendants' shelf-stable packaged seafood products ("PSPs"), including tuna, crab, mackerel, oyster, salmon, sardines and shrimp. They allege that defendants Bumble Bee Foods LLC, Starkist Company, Tri-Union Seafoods LLC, and King Oscar, Inc., (hereafter referred to collectively as "Defendants") conspired to raise, fix, stabilize or maintain prices as well as allocate customers and restrict capacity within the market for the sale of PSPs from and including at least January 1, 2000 through such time as the anticompetitive effects of Defendants' conduct ceases (the "Class Period").

There are presently 15 cases pending in this District. These cases fall into three categories of distinct theories of recovery for very different types of claiming plaintiffs. These cases arise from common acts of the Defendants. There are four direct purchaser actions (the "Direct Purchaser Actions");¹ two indirect reseller purchaser actions (the "Indirect Reseller Purchaser Actions");² and 10 indirect

¹ The four Direct Purchaser Actions are:

- *Olean Wholesale Grocery Cooperative, Inc. v. Bumble Bee Foods LLC*, Case No. 3:15-cv-1714 JLS-MDD, filed August 3, 2015;
- *Pacific Groservice Inc. d/b/a/ PITCO Foods v. Bumble Bee Foods LLC*, Case No. 3:15-cv-1791 JLS-MDD, filed August 13, 2015;
- *Youngblood v. Bumble Bee Foods LLC*, Case No. 3:15-cv-1863 JM-BLM, filed August 21, 2015; and
- *Trepcos Imports and Distribution LTD v. Bumble Bee Foods, LLC*, Case No. 3:15-cv-1987-AJB-KSC (S.D. Cal.), filed September 5, 2015.

² The two Indirect Reseller Purchaser Actions are:

- *Capitol Hill Supermarket v. Bumble Bee Foods LLC*, Case No. 3:15-cv-1867-JLS-MDD, filed August 24, 2015 (the plaintiff is a sandwich shop); and
- *Dutch Village Restaurant v. Bumble Bee Foods LLC*, Case No. 3:15-cv-2020-LAB-BLM, filed September 11, 2015 (the plaintiff is a restaurant).

1 purchaser/end user actions (that is for household and personal consumption and not
2 for resale) (the “End User Actions”).³

3 The plaintiff in one of the Direct Purchaser Actions, *Olean Wholesale*
4 *Grocery Cooperative, Inc.*, Case No. 3:15-cv-1714-JLS-MDD, commenced an MDL
5 proceeding, No. 2670, and seeks transfer of all the actions to this District, whether
6 direct or indirect. Plaintiffs in *Olive v. Bumble Bee Foods LLC*, Case No. 3:15-cv-
7 1909-BEN—WVG (“*Olive*”) and *Nelson v. Bumble Bee Foods LLC*, Case No. 3:15-
8 cv-1979-JLS-MDD (“*Nelson*”) (“Movants”) agree. Further, Movants agree that all
9 actions should be consolidated before the Honorable Janis L. Sammartino. Movants
10 also agree that the End User Indirect Purchasers should be separately represented
11 and their actions coordinated with the Direct Purchaser Actions and with the related
12 but distinct Reseller Indirect Purchaser Actions.

13 Rule 23(g)(3) authorizes the Court to appoint interim class counsel to act on
14 behalf of the putative class prior to class certification. Movants seek appointment of
15 Wolf Haldenstein Adler Freeman & Herz LLP (“Wolf Haldenstein”) as interim class
16 counsel for the End User Actions. Movants believe this appointment to be
17 important. The Court has appointed interim lead counsel for the Direct Purchaser
18 Actions. Defendants’ counsel have appeared in the proceedings. An appointment
19 would provide the potential End User Actions with an efficient way to deal with
20 their counterparts in the Direct Purchaser Actions and the Indirect Reseller
21 Purchaser Actions.

22 **II. ARGUMENT**

23 **A. The End User Actions Should Be Consolidated For Pretrial** 24 **Purposes, and Coordinated with the Direct and Indirect Reseller** 25 **Purchaser Actions**

26 Rule 42(a) of the Federal Rules of Civil Procedure provides that if “actions
27 before the court involve a common question of law or fact, the court may: (1) join

28 ³ These cases are listed in the caption of this memorandum.

1 for hearing or trial any or all matters at issue in the actions; (2) consolidate the
2 actions; or (3) issue any other orders to avoid unnecessary cost or delay.” Because
3 each of the 10 End User Actions allege illegal anticompetitive conduct by
4 Defendants and arise out of common facts, consolidation of the actions is proper
5 under Rule 42(a). However, the End User Actions are different from the Direct
6 Purchaser Actions and the Indirect Reseller Purchaser Actions.

7 The Direct Purchaser Actions alleged claims under federal law for purchasers
8 directly from defendants. The End User Actions claims are for those who purchased
9 the product for personal use. Their claims arise pursuant to various state laws.
10 The Indirect Reseller Purchaser Actions are yet different from the End User Actions.
11 Plaintiffs then purchase the product not from defendants, and then resell at
12 something in a different form. The two indirect purchaser-type of claims are in
13 potential conflict for various reasons. The End Users purchased brand-name PSPs
14 in the packaged form in which the Defendants placed them into the stream of
15 commerce, a well-defined and limited array of products easily recognizable to
16 consumers. For this reason, the End User Actions are remarkably straightforward
17 for an indirect purchaser class action, and it would be more appropriate to
18 consolidate separately the End User Actions for pretrial purposes.

19 On August 31, 2015, the Honorable Janis L. Sammartino appointed Hausfeld
20 LLP as Interim Lead Counsel for the Direct Purchaser Actions. *See* Case No. 3:15-
21 cv-01714-JLS-MDD (S.D. Cal.), ECF No. 19. Although the Order Granting
22 Unopposed Application of Hausfeld LLP for Appointment as Interim Lead Counsel
23 does not specify that it applies only to the Direct Actions, plaintiff Olean Wholesale
24 Grocery Cooperative, Inc. requested only that Hausfeld LLP be appointed “Interim
25 Lead Counsel for the proposed class of *direct purchasers* of packaged seafood
26 products.” *See id.*, ECF No. 6 at 1 (emphasis added). With the End User Actions
27 and Reseller Indirect Purchaser Actions before Judge Sammartino, it is timely to
28 appoint interim lead counsel for those classes as well for efficient coordination of

1 the various cases.

2 **B. Wolf Haldenstein Will Fairly and Adequately Represent the**
 3 **Interests of the End User Classes as Interim Lead Class Counsel**

4 Rule 23(g)(3) of the Federal Rules of Civil Procedure specifically authorizes
 5 the Court to “designate interim counsel to act on behalf of a putative class before
 6 determining whether to certify the action as a class action.” As the Committee
 7 Notes to the 2003 amendments to Rule 23(g) point out, designation of interim class
 8 counsel is appropriate because:

9 [I]t will usually be important for an attorney to take action to prepare
 10 for the certification decision. The amendment to Rule 23(c)(1)
 11 recognizes that some discovery is often necessary for that
 12 determination. It may also be important to make or respond to motions
 13 before certification Rule 23(g)(2)(A) authorizes the court to
 designate interim counsel to act on behalf of the putative class before
 the certification decision is made.

14 Rule 23(g)(4) provides that the duty of appointed class counsel is to “fairly and
 15 adequately represent the interests of the class.” Rule 23(g)(1)(A) further states that
 16 the Court must consider the following factors in appointing class counsel:

- 17 (i) the work counsel has done in identifying or investigating
- 18 potential claims in the action;
- 19 (ii) counsel’s experience in handling class actions, other complex
- 20 litigation, and the types of claims asserted in the action;
- 21 (iii) counsel’s knowledge of the applicable law; and
- (iv) the resources that counsel will commit to representing the class[.]

22 Fed. R. Civ. P. 23(g)(1)(A). In addition, the Court “may consider any other matter
 23 pertinent to counsel’s ability to fairly and adequately represent the interests of the
 24 class.” Fed. R. Civ. P. 23(g)(1)(B).

25 As discussed below, Wolf Haldenstein satisfies the requirements for
 26 appointment as Interim Lead Class Counsel and will represent the best interests of
 27 the End User classes.

1 **1. Wolf Haldenstein Has Already Done Considerable Work in**
 2 **Identifying and Investigating End User Indirect Purchaser**
 3 **Claims**

4 Rule 23(g) requires that in considering a motion for appointment as interim
 5 class counsel, the court should consider the work undertaken by that counsel in the
 6 case to date. *See, e.g., Smith v. AON Corp.*, No. 1:04-cv-06875, slip op. at 2 (N.D.
 7 Ill. May 3, 2005) (appointing Wolf Haldenstein as Interim Class Counsel,
 8 concluding that the firm had “committed considerable time and resources into
 9 investigating [the] claims”) (Rickert Decl., Ex. A); *Harrington v. City of*
 10 *Albuquerque*, 222 F.R.D. 505, 520 (D.N.M. 2004) (appointing class counsel who
 11 had “done significant work in [the] case”); *In re Apple & AT&TM Antitrust Litig.*,
 12 No. 07-cv-05152 JW, 2008 U.S. Dist. LEXIS 120061, at *9-10 (N.D. Cal. Apr. 15,
 13 2008) (noting that Wolf Haldenstein “has also already engaged an antitrust
 14 economist and invested significant time researching and investigating the potential
 15 claims involved in this case” and appointing Wolf Haldenstein as interim lead
 16 counsel for the consolidated action).

17 The investigation done by Wolf Haldenstein in crafting end-user indirect
 18 purchaser claims for relief arising from the known facts of Defendants’ conduct
 19 satisfies the first criteria under Rule 23(g) for selection as interim lead class counsel
 20 for plaintiffs in the End User Actions.

21 **2. Wolf Haldenstein Has Experience and Expertise in Handling**
 22 **Class Actions, Complex Litigation and the Types of Claims**
 23 **Asserted Here**

24 Courts applying Rule 23(g) have placed great emphasis on proposed class
 25 counsel’s experience and knowledge of the applicable law. This Court, for example,
 26 appointed Wolf Haldenstein as interim lead counsel in an indirect purchaser case, *In*
 27 *re Keurig K-Cup Indirect Purchaser Antitrust Litigation*, Lead Case No. 3:14-cv-
 00678-DMS-KSC (S.D. Cal.) Dkt. No. 20..⁴ *See also, e.g., In re Luxottica Group*,

28 ⁴ At that time, a proceeding was pending before the MDL Panel. When the case was
 (continued...)

1 *S.p.A. Securities Litigation*, 2004 U.S. Dist. LEXIS 21130, * 13 (E.D.N.Y. Oct. 22,
2 2004) (selecting Wolf Haldenstein as lead class counsel based on the firm’s
3 “experience and expertise”); *In re Apple & AT&TM Antitrust Litigation*, 2008 U.S.
4 Dist. LEXIS 120061, at *9 (Wolf Haldenstein “has substantial experience with
5 antitrust law, including antitrust class actions.”); *In re Cree, Inc. Securities*
6 *Litigation*, 219 F.R.D. 369, 373 (M.D.N.C. 2003) (appointing class counsel in a
7 securities case where firm had “extensive experience in representing institutional
8 investors in securities actions throughout the country and . . . long been heavily
9 engaged in securities and corporate litigation”); *In re Terazosin Hydrochloride*
10 *Antitrust Litigation*, 220 F.R.D. 672, 702 (S.D. Fla. 2004) (“The consideration that
11 the Court finds to be the most persuasive, however, relates to [proposed class
12 counsel’s] experience in, and knowledge of, the applicable law in this field . . .
13 [Proposed class counsel] has extensive experience in the antitrust and complex
14 litigation fields.”).

15 As more fully demonstrated by its firm resume (*see* Rickert Decl., Ex. B),
16 Wolf Haldenstein is a nationally recognized class action firm with extensive
17 experience and expertise in antitrust, financial and other complex class litigation.
18 Founded not later than 1888, Wolf Haldenstein has offices in Chicago, New York
19 City and San Diego. The firm’s Class Action Litigation Group consists of 37
20 attorneys and six paraprofessional assistants. *Id.* at 3. Wolf Haldenstein’s Antitrust
21 Practice Group is headed by Fred Taylor Isquith, who has approximately 45 years of
22 experience litigating complex class actions.

23 Wolf Haldenstein has served as lead or co-lead counsel in numerous antitrust
24 and other complex class actions in federal courts throughout the country. The firm
25 was appointed by this Court as Interim Lead Class Counsel in the Consolidated

26 _____
(...continued)

27 transferred by the MDL Panel to the Southern District of New York, that court accepted
28 this Court’s prior order and made Wolf Haldenstein interim co-lead counsel.

1 Purchaser Action in *In re Keurig K-Cup Indirect Purchaser Antitrust Litigation*,
2 Lead Case No. 3:14-cv-00678-DMS-KSC (S.D. Cal.), and served as co-lead class
3 counsel in *In re Dynamic Random Access Memory (DRAM) Antitrust Litigation*, No.
4 4:02-md-01486-PJH (N.D. Cal.), which resulted in \$320 million in settlements for
5 the class. In approving the settlements, Judge Hamilton praised lead counsel for
6 doing “an exceptionally good job in coordinating management and litigating the
7 case” and achieving “exceptional results.” Rickert Decl., Ex. C at 20:10-12, 23.
8 Judge Hamilton also commented: “I’ve got cases that are a fraction of the size of
9 this case that I spend a lot more time on just because counsel aren’t acting as
10 cooperatively and professionally as you all have.” *Id.* at 20:15-18. Wolf
11 Haldenstein also served as co-lead counsel and liaison counsel in *In re Toys “R” Us*
12 *Antitrust Litigation*, 191 F.R.D. 347, 351 (E.D.N.Y. 2000), in which Judge Gerson
13 noted: “Class counsel are highly skilled and experienced and can fairly and
14 adequately represent the interests of the class.”

15 The firm’s qualifications to serve as class counsel have been recognized by
16 the courts in other cases as well. In *In re Aon ERISA Litigation (Smith v. AON)*, No.
17 1:04-C-6875 (N.D. Ill. May 3, 2005), for example, the court appointed Wolf
18 Haldenstein interim class counsel, noting, “Wolf meets [the Rule 23(g)] criteria
19 Wolf is experienced in handling complex, large-scale class actions. Wolf’s Class
20 Action Litigation Group consists of thirty attorneys experienced in complex class
21 action suits.” Rickert Decl., Ex. A at 2. *See also In re Luxottica Group, S.p.A.*
22 *Securities Litigation*, No. 01-CV-3285, 2004 U.S. Dist. LEXIS 21130, at *13
23 (E.D.N.Y. Oct. 22, 2004) (“The court has no reason to doubt the experience and
24 expertise of Wolf Haldenstein”); *In re Comdisco Securities Litigation*, 150 F. Supp.
25 2d 943, 951 (N.D. Ill. 2001) (noting that Wolf Haldenstein’s credentials “are
26 impeccable”).

27 Wolf Haldenstein currently serves as co-lead or interim co-lead class counsel
28 in several pending antitrust class actions, including *In re: Keurig Green Mountain*

1 *Single-Serve Coffee Antitrust Litigation*, No.1:14-md-02542-VSB (S.D.N.Y.)
 2 (monopolization); *McDonough v. Toys “R” Us, Inc.*, No. 06-0242 (E.D. Pa.) (resale
 3 price maintenance); *Schoenbaum v. E.I. DuPont de Nemours & Co.*, No. 05-cv-
 4 01108 (E.D. Mo.) (monopolization and restraint of trade); *In re Apple & AT&TM*
 5 *Antitrust Litig.*, No. C-07-5152-JW (N.D. Cal.) (Section 2 aftermarket
 6 monopolization); *In re Apple iPhone Antitrust Litig.*, No. C-11-06714-YGR (N.D.
 7 Cal.) (Section 2 aftermarket monopolization); *Ward v. Apple Inc.*, No. 12-cv-5404-
 8 YGR (N.D. Cal.) (Section 2 aftermarket monopolization); and *The Shane Group,*
 9 *Inc. et al., v. Blue Cross Blue Shield of Michigan*, No. 2:10-cv-14360 (E.D. Mich.)
 10 (price-fixing through the use of most-favored-nations contract clauses). Wolf
 11 Haldenstein also currently serves on the Plaintiffs’ Steering Committee and has
 12 acted as Interim Liaison Counsel in *In re Text Messaging Antitrust Litigation*, 1:08-
 13 CV-07082 MFK (N.D. Ill.) (horizontal price fixing), and *In re Pool Products*
 14 *Distribution Market Antitrust Litigation*, No. 2:12-md-02328-SSV (E.D. La)
 15 (monopolization and attempted monopolization).

16 Wolf Haldenstein attorneys have also been involved in the following
 17 significant antitrust class actions, among others: *In re Brand Name Prescription*
 18 *Drugs Antitrust Litigation*, No. 1:94-cv-00897-CPK (N.D. Ill.); *In re Packaged Ice*
 19 *Antitrust Litigation*, No. 2:08-md-01952-PDB (E.D. Mich.); *In re Chocolate*
 20 *Confectionary Antitrust Litigation*, No. 1:08-mdl-01935-CCC (M.D. Pa.); *In re Rail*
 21 *Freight Fuel Surcharge Antitrust Litigation*, No. 1:07-mc-00489-PLF (D.D.C.); *In*
 22 *re Cathode Ray Tube Antitrust Litigation*, No. 3:07-cv-5944-SC (N.D. Cal.); *In re*
 23 *Graphic Processing Units Antitrust Litigation*, No. 3:07-cv-01826-WHA (N.D.
 24 Cal.); *In re Air Cargo Shipping Antitrust Litigation*, No. 1:06-md-01775 CBA/VVP
 25 (E.D.N.Y.); *In re International Air Transportation and Surcharge Antitrust*
 26 *Litigation*, No. 3:06-md-1793-CRB (N.D. Cal.); *In re Publication Paper Antitrust*
 27 *Litigation*, No. 3:04-md-1631-SRU (D. Conn.); *In re New Motors Vehicles*
 28 *Canadian Export Antitrust Litigation*, No. 2:03-md-01532-DBH (D. Me.); *In re*

1 *Carbon Black Antitrust Litigation*, No. 1:03-CV-10191 (D. Mass.); *In re Urethane*
 2 *Antitrust Litigation*, No. 2:04-md-01616-JWL (D. Kan.); and *In re Plastic Additives*
 3 *Antitrust Litigation*, No. 2:05-md-01684-LDD (E.D. Pa.).

4 Mr. Isquith, who leads the Firm's antitrust practice, has nearly 45 years of
 5 experience in complex class actions, including antitrust and financial litigation. He
 6 was co-lead counsel in, among numerous other cases, the *In re Dynamic Random*
 7 *Access Memory (DRAM) Antitrust Litigation*, No. 4:02-cv-01486-PJH (N.D. Cal.),
 8 as well as *In re Toys "R" Us Antitrust Litigation*, 1:97-cv-5750-NG (E.D.N.Y.), and
 9 in the leadership in *In re Relafen Antitrust Litigation*, No. 01-cv-12239-WGY (D.
 10 Mass.); *In re Dairy Farmers of America, Inc. Cheese Antitrust Litigation*, No. 1:09-
 11 cv-03690 (N.D. Ill) and is the Firm's primary supervising attorney in all of the
 12 Firm's current antitrust cases.

13 Wolf Haldenstein has the requisite experience in complex antitrust class
 14 actions as well as a proven track record in cooperating with other counsel and is
 15 therefore well qualified to serve as Interim Lead Class Counsel.

16 **3. Wolf Haldenstein Will Commit the Resources Necessary to** 17 **Represent the Proposed Classes**

18 As required by Rule 23(g), courts have also considered the resources that
 19 proposed class counsel will commit to the prosecution of the lawsuit. *LeBeau v.*
 20 *United States*, 222 F.R.D. 613, 619 (D.S.D. 2004) ("In considering the resources
 21 that counsel will commit to representing the class, the Court may consider the staff,
 22 supplies and professional commitments of that attorney") (citation omitted).

23 To date, Wolf Haldenstein has already expended resources in investigating
 24 and identifying the claims asserted in this action and will continue to do so. Wolf
 25 Haldenstein is a large and successful law firm with 37 attorneys (and six paralegals)
 26 in its Class Action Litigation Group. Rickert Decl., Ex. B at 3. Wolf Haldenstein
 27 has both the ability and the willingness to expend the financial and manpower
 28 resources necessary to prosecute this litigation on behalf of the proposed class. *See*

1 *In re Aon ERISA Litigation* (Rickert Decl., Ex. A at 2) (“Wolf is a large firm, with
 2 offices in New York, Chicago, [and] San Diego . . . Wolf thus has the resources
 3 necessary to adequately represent the putative class members in this case.”). Indeed,
 4 should the cases remain before this Court the direct presence and activity of the
 5 Firm’s San Diego office will be of considerable benefit to the cases and to the Court.

6 **4. Wolf Haldenstein is Uniquely Qualified to Serve as Interim**
 7 **Lead Class Counsel in this Litigation**

8 The parties to this litigation are located throughout the United States.
 9 Because this litigation is nationwide in scope, with potential witnesses and
 10 documents located throughout the United States, it makes sense to appoint as
 11 Interim Lead Class Counsel a firm that has a nationwide presence and reputation.
 12 Wolf Haldenstein has offices in New York, Chicago, and San Diego and has
 13 litigated class actions in numerous fora. Wolf Haldenstein is therefore highly
 14 qualified to serve as Interim Lead Class Counsel. In addition, because Wolf
 15 Haldenstein has a San Diego office, there would be no need to appoint a separate
 16 liaison counsel.

17 Moreover, Wolf Haldenstein represents indirect purchasers in 19 states and
 18 the District of Columbia, the laws of which permit indirect purchasers to recover for
 19 injury to competition. Wolf Haldenstein clearly satisfies the criteria for appointment
 20 as Interim Lead Class Counsel and will “fairly and adequately represent the interests
 21 of the class,” as required under Rule 23(g).

22 **V. CONCLUSION**

23 For the foregoing reasons, Plaintiffs respectfully request that the Court enter
 24 an order consolidating the End User Actions for pretrial purposes and appointing
 25 Wolf Haldenstein Adler Freeman & Herz LLP as Interim Lead Class Counsel.

26 DATED: September 15, 2015

**WOLF HALDENSTEIN ADLER
 FREEMAN & HERZ LLP**

27 By: /s/ Rachele R. Rickert
 28 RACHELE R. RICKERT

1 BETSY C. MANIFOLD
2 RACHELE R. RICKERT
3 MARISA C. LIVESAY
4 BRITTANY N. DEJONG
5 750 B Street, Suite 2770
6 San Diego, CA 92101
7 Telephone: 619/239-4599
8 Facsimile: 619/234-4599

9
10 **WOLF HALDENSTEIN ADLER**
11 **FREEMAN & HERZ LLP**
12 FRED TAYLOR ISQUITH
13 THOMAS BURT
14 270 Madison Avenue
15 New York, New York 10016
16 Telephone: 212/545-4600
17 Facsimile: 212/545-4653

18
19 **WOLF HALDENSTEIN ADLER**
20 **FREEMAN & HERZ LLP**
21 THEODORE B. BELL
22 CARL MALMSTROM
23 One South Dearborn St., Suite 2122
24 Chicago, IL 60603
25 Telephone: 312/984-0000
26 Facsimile: 312/212-4401

27 [Proposed] Interim Lead Class Counsel
28 for the End User Plaintiffs

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